

AMERICAN ASSOCIATION FOR APPLIED LINGUISTICS

BYLAWS

Article I: NAME AND PURPOSE

- § 1. The name of this association shall be the American Association for Applied Linguistics (hereinafter The Association and/or AAAL).
- § 2. The Association is a nonprofit membership corporation incorporated in the District of Columbia.
- § 3. The purpose of AAAL is to promote research in the broad field of applied linguistics, to encourage scholarship, to facilitate the dissemination of information and research, and to provide a forum in which members of this professional community may meet.
- § 4. AAAL is an affiliate of the International Association of Applied Linguistics (AILA).
- § 5. AAAL is a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code.

Article II: EXECUTIVE COMMITTEE

- § 1. The Officers of AAAL shall be the President, President-Elect, First Vice-President (Conference Chair), Second Vice-President (Associate Conference Chair), Secretary, Treasurer, and the Justice, Equity, Diversity, and Inclusion (JEDI) Officer.
- § 2. The Directors of AAAL shall be the Officers plus three Members-at-Large.
- § 3. The Executive Committee is composed of the Directors.
- § 4. The Executive Committee shall be the governing body of the Association, the board of directors of the Association for purposes of the District of Columbia Nonprofit Corporation Act, and shall exercise general supervision over the affairs of the Association. The Executive Committee shall review the work of the Treasurer. In the interval between annual conferences of the Association, the Executive Committee shall have the authority to take such actions as are deemed necessary for the conduct of the affairs of the Association in accordance with the Bylaws and such Federal, State, and local laws and regulations as may be applicable.
- § 5. The Executive Committee may appoint members of the Association and non-members to serve as non-voting members of the Executive Committee. These appointed individuals may include the President of the Center for Applied Linguistics, the Editor(s) of major journals in the field, the Editor of the AAAL

Newsletter, the Director of the Business Office, the elected chair of the nominating committee, or other persons at the suggestion of the President. The Immediate Past President shall be an Honorary, ex-officio, non-voting member of the Executive Committee invited to attend Executive Committee meetings at his or her discretion. Such ex-officio members may participate in discussion and debate but are not permitted to vote on issues arising before the Executive Committee.

- § 6. Regular meetings of the Executive Committee shall be held at least twice each 12 months at times and in places agreed upon by the Executive Committee.

Article III: MEMBERSHIP

- § 1. The Executive Committee shall establish designated categories of membership. Members in each membership category shall receive such benefits of membership as established by the Executive Committee. The categories of membership and the benefits afforded to each class are stipulated in the Standing Rules.
- § 2. Members of the Association shall be persons or institutions interested in and contributing to the advancement of applied linguistics as a discipline and as a profession.
- § 3. Such persons or institutions may become members by payment of such dues as may be established by the Executive Committee from time to time, or, in the case of Honorary Members, as specified in the Standing Rules.
- § 4. Any member who is delinquent in payment of dues for a period of thirty (30) days shall be notified of such delinquency and such delinquent member's membership shall thereupon be suspended without further action or right of appeal.
- § 5. No dues shall be refunded to any member whose membership terminates for any reason.

Article IV: DUES AND FEES

- § 1. The payment of such annual dues shall define members in good standing.
- § 2. Membership dues of the various categories of membership (specified in the Standing Rules) shall be reviewed annually by the Executive Committee and shall be adjusted when necessary to assure the fiscal viability of the Association.
- § 3. Increases in dues in excess of 20% in a single year must be proposed by the Executive Committee and approved by a two-thirds majority of all those members voting. Members shall be defined as those in good standing and voting shall be specified in Bylaws Article VI.
- § 4. Registration fees for the annual conference of the Association shall be established by the Executive Committee.

- § 5. Registration fees for other meetings and activities of the Association shall be recommended for approval by the Treasurer in cooperation with the member(s) responsible for those meetings and activities for approval by the Executive Committee.

Article V: MEETINGS

- § 1. An annual conference of the Association shall be held at a time and in a place designated by the Executive Committee. Within the annual conference, a general business meeting of the Association shall be convened, chaired by the President.
- § 2. All meetings of the Association and of its constituent bodies shall be open to all members, unless an executive session is called. Whenever possible, provision shall be made for the accommodation of non-members and guests.
- § 3. The Association shall assume no responsibility for statements of opinion expressed by participants in the programs of its annual conference or in such other conferences and meetings as it may sponsor.
- § 4. Other meetings of the Association for business and/or professional purposes may be convened by the Executive Committee at its discretion.
- § 5. The Association shall give members notice of all general business meetings at least 10 days and no more than 60 days before the meeting. Notice may be given by postal mail, electronically or by publication in the AAAL official newsletter.

Article VI: VOTING

- § 1. Each member shall have one (1) vote. As determined by the Executive Committee, votes of members may be obtained at a general business meeting or by ballot without a meeting
- § 2 To take action by ballot without a meeting, the Association shall deliver a ballot to every member entitled to vote on the matter. The ballot may be delivered by postal mail, fax, email or an online voting Web site mechanism or other electronic means as long as results can be documented and recorded. Such ballot shall:
- (1) Set forth each proposed action;
 - (2) Provide an opportunity to vote for, or withhold a vote for, each candidate for election as a director; and/or
 - (3) Provide an opportunity to vote for or against other proposed actions.

Approval by ballot pursuant to this section of action other than election of directors shall be valid only when the number of votes cast by ballot equals or exceeds the quorum required.

All solicitations for votes by ballot shall:

- (1) Indicate the number of responses needed to meet the quorum requirements;

- (2) State the percentage of approvals necessary to approve each matter other than election of directors; and
- (3) Specify the time by which a ballot must be received by the Association in order to be counted.

§ 3. A quorum for a general business meeting shall be 50 members in good standing. A quorum for a vote by ballot without meeting shall be 10% of members in good standing.

Article VII: DUTIES OF THE EXECUTIVE COMMITTEE

§ 1. Officers of AAAL and Members-at-Large must be members in good standing of the Association.

§ 2. The terms of office for Officers, Members-at-Large, appointed members of the Executive Committee, and Chairs and members of committees of AAAL shall begin and end at the conclusion of the general business meeting at the annual conference of the Association. The Nominating Committee is an exception to this rule. The terms of office of the Chair and members of the Nominating Committee are established in Standing Rule 4.

§ 3. The President shall serve for one year as presiding officer of AAAL and of the Executive Committee. S/he shall perform the duties of the office as outlined in the Standing Rules. S/he shall represent AAAL in its relationships with other organizations, associations, and agencies (except for AILA, see § 7 below), but s/he may delegate the representational function to the Secretary.

§ 4. The President-Elect shall undertake the responsibilities of the office as outlined in the Standing Rules and shall, in the following year, succeed to the Presidency.

§ 5. The First Vice-President shall undertake the responsibilities of the office as outlined in the Standing Rules and shall, in the following year, succeed to the position of President-Elect. The First Vice-President coordinates the annual conference and is fully responsible for the program.

§ 6. The Second Vice-President shall undertake the responsibilities of the office as outlined in the Standing Rules and shall, in the following year, succeed to the First Vice-Presidency. The Second Vice-President serves as Associate Conference Chair.

§ 7. The Immediate Past President shall serve as an Honorary, ex-officio, non-voting member of the Executive Committee and shall undertake the responsibilities of the office as outlined in the Standing Rules. The Immediate Past President shall be invited but is not required to attend all meetings of the Executive Committee.

§ 8. The Treasurer shall perform the functions of the office as outlined in the Standing Rules and shall administer the affairs of the Association together with the Secretary and under the direction of the Executive Committee. The Treasurer shall serve a

term of four years and may succeed him/herself for no more than one additional term.

- § 9. The Secretary shall perform the functions of the office as outlined in the Standing Rules and shall administer the affairs of the Association together with the Treasurer and under the direction of the Executive Committee. The Secretary shall serve a term of four years and may succeed him/herself for no more than one additional term. The Secretary is the representative of AAAL at AILA meetings, though s/he may delegate this representational function to other members of the Executive Committee.
- § 10. The At-Large Members of the Executive Committee shall perform such duties as may be from time to time assigned by the President and shall strive to represent the interests of the membership before the Executive Committee. They shall serve for staggered terms of three years. Members may not succeed themselves, but may stand for election again after a lapse of three years.
- § 11. The JEDI officer shall perform the functions of the office as outlined in the Standing Rules and shall strive to represent the JEDI-related interests of the membership before the Executive Committee. The JEDI Officer shall serve a term of three years and may succeed their self for no more than one additional term.
- § 12. In the event of the incapacity or resignation of the President, President-Elect, First Vice-President, Second Vice-President, Secretary, Treasurer, or JEDI Officer, the Nominating Committee will make a recommendation of a replacement to the Executive Committee within 30 days of notification by the Executive Committee, and the Executive Committee will vote within ten days of receipt of recommendation on whether or not to ratify that recommendation or seek additional nominees. In the event of the incapacity or resignation of the Immediate Past President, the immediately preceding Past President will assume those duties for the remainder of the unexpired term. If the immediately preceding Past President is unwilling or unable to serve, it shall go to the preceding Past President(s) until one is willing and able to serve. In the event of the incapacity or resignation of a Member-at-Large, the President will make a recommendation to the Executive Committee within 30 days, and the Executive Committee will vote within ten days of receiving recommendation on whether or not to ratify a recommendation or seek additional nominees. Replacement of the incapacitated or resigned officer shall be effective immediately upon ratification by the Executive Committee, or in the case of the Immediate Past President, upon confirmation from the preceding Past President of his/her ability to serve.

Article VIII: NOMINATIONS AND ELECTIONS

- § 1. The structure of the Nominating Committee:
1. Elections shall be conducted among candidates nominated by the Nominating Committee, a standing committee of the Association.

2. The Nominating Committee shall consist of five members of the Association in good standing and the President-Elect, who shall serve for one year *ex officio* without a vote.
3. The members of the Nominating Committee shall be elected following the procedure outlined in the Standing Rules.
4. The Chair of the Nominating Committee shall be appointed by the President with input from the President-Elect from among the four elected members of the preceding year's Nominating Committee. If no elected member is able to serve, the current Chair shall be invited to serve for an additional year or the Chair may be appointed from among the previous committee's four elected members.
5. The President shall announce the full membership of the Nominating Committee at the general business meeting at the annual conference, and the Chair of the Nominating Committee shall be given time in the agenda to address the membership.

§ 2. Nominations:

1. The Nominating Committee shall prepare a slate as outlined in the Standing Rules.
2. The Nominating Committee shall certify that each nominated candidate has agreed to stand for office, shall collect from each nominee a brief biographical statement, and when appropriate shall also collect a statement concerning issues before the Association.
3. Nominations for any elected position may also be made by the general membership. No less than 90 days prior to the annual conference, ten or more members of the Association may submit to the Secretary a formal nomination in writing. The nominating general members must sign the nomination and must certify that the nominee is willing to stand for election.
4. In the event that such a nomination is submitted from the general membership, the names of the individual whose name was put forward by the Nominating Committee and the individual nominated from among the general membership shall both appear on the ballot.
5. The ballot shall, without exception, provide for write-in candidates for every position and in every election.

§ 3. Elections:

1. The timeline and procedure for election are specified in the Standing Rules.
2. The individual receiving the greatest number of votes shall be elected. In the case of the election for service on the Nominating Committee, the four individuals receiving the greatest number of votes shall be elected. Ties shall be broken by the Executive Committee.
3. All newly elected individuals shall take office at the end of the general business meeting following their election and shall serve for the terms specified in Bylaws Article VII, § 2.

Article IX: COMMITTEES

- § 1. There shall be such standing committees as are required for the conduct of the business of the Association. The creation or elimination of standing committees is the prerogative of the Executive Committee.
- § 2. The President has the authority to appoint such ad hoc committees, as s/he deems necessary to assure the viability of the Association.
- § 3. Members and Chairs of committees must be members of the Association in good standing.
- § 4. Each committee shall normally have no more than five members.
- § 5. Each ad hoc committee shall be appointed for no more than one year. The operation of each committee shall be reviewed annually by the Executive Committee at the time it receives the written report of the committee. The President, upon recommendation of the Executive Committee, may extend the life of any committee for an additional year.
- § 6. Prior to the business meeting at the annual conference, a chair of each committee shall be appointed and, in consultation with that chair, the remaining members will be appointed so that these chairs and members may assume their positions at the conclusion of the annual business meeting. Responsibility for appointment of chairs and committees is outlined in the Standing Rules.
- § 7. Any ad hoc committee which has been retained in place for five years shall be considered essential to the life of the Association and shall be redesignated a standing committee of the Association upon majority vote of the Executive Committee.
- § 8. The standing committees of the Association are listed in the Standing Rules.

Article X: THE GRADUATE STUDENT COUNCIL

- § 1. There shall be a Graduate Student Council to fulfill initiatives serving graduate students.
- § 2. The council shall consist of a steering committee of a minimum of five members, including at least one chair, and council members. Steering committee and council members must be members of the Association in good standing.
- § 3. The operation of the council shall be reviewed at least annually by the Executive Committee.
- § 4. The President shall appoint the incoming Chair(s) of the council upon recommendation of the outgoing Chairs(s).

Article X: ASSOCIATION MANAGEMENT

The Executive Committee shall have the authority to employ, fix the salary, and define the duties of an Executive Director, or to enter into a contract with a person or firm to provide management services to the Association.

Article XI: AFFILIATION

The Executive Committee may affiliate AAAL with other appropriate organizations or may accept affiliation from such other organizations.

Article XII: AMENDMENTS

- § 1. Amendments to these Bylaws may be proposed by the Executive Committee at any regular business meeting, or by the submission of a formal motion to amend duly signed by any ten members of the Association in good standing to the Resolutions committee no later than 30 days prior to the general business meeting. Amendments determined by the Resolutions committee to be germane to the purpose of AAAL will then be sent to the President for notification and proposed at the general business meeting of the Association.
- § 2. Proposed amendments will be debated and may be revised during a general business meeting. Amendments will subsequently be submitted for approval by ballot without a meeting and require approval by two-thirds of those voting. Adopted amendments shall be incorporated in the official copy of the Bylaws.

Article XIII: STANDING RULES

- § 1. A series of Standing Rules shall be appended to these Bylaws.
- § 2. Those Standing Rules shall specify operational matters which need not be included in the governing documents but which are necessary to the coherent operation of the Association.

Article XIV: PARLIAMENTARY AUTHORITY

In the absence of any provision to the contrary in the Bylaws or Standing Rules of the Association, all business meetings of the Association, the Executive Committee, any and all standing committees, and other subsidiary bodies of the Association shall be governed by the parliamentary rules and usages reported in the most recent edition of *Robert's Rules Of Order, Newly Revised*.

Article XV: DISSOLUTION

- § 1. The Executive Committee shall have the authority to dissolve the Association if and when the membership declines below 100 members and/or the Association no longer serves a viable purpose. Dissolution shall be achieved by unanimous vote of the Executive Committee at a meeting duly designated for that purpose.

§ 2. In the event of the dissolution of AAAL, AAAL shall use its funds only to accomplish the objectives and purposes stipulated in the Bylaws and Standing Rules of AAAL, as from time to time amended, and no part of said funds, after payment of all outstanding debts of AAAL, shall inure, or be distributed, to the members of AAAL. On dissolution of AAAL, any funds remaining after payment of the debts of AAAL shall be distributed to one or more regularly organized and duly qualified charitable, educational, or philanthropic organizations to be selected by the Executive Committee, or, in the absence of an appropriate organization shall be dispersed in accordance with the laws of the District of Columbia.

Article XVI: INDEMNIFICATION

To the extent and in the manner prescribed by law, AAAL shall indemnify any person who is or was an Officer or other member of the Executive Committee of AAAL from and against any action, suit, proceeding, claim, damage, liability, obligation, cost and expense by reason of any act or failure to act by that person in connection with AAAL business.

Article XVII: FISCAL YEAR

The fiscal year of AAAL shall be from 1 January to 31 December.

Revision Record

Editorial Changes approved by the Executive Committee March 20, 2025

The AAAL membership approved the creation of a president-elect position in Bylaw VII in 2020, but did not update the related change in Bylaw VIII. These two changes are correcting that omission.

Original

Article VIII

2. The Nominating Committee shall consist of five members of the Association in good standing and the **Immediate Past President**, who shall serve for one year *ex officio* without a vote.

Revised

Article VIII

2. The Nominating Committee shall consist of five members of the Association in good standing and the **President-Elect**, who shall serve for one year *ex officio* without a vote.

Original

Article VIII

- ¶4. The Chair of the Nominating Committee **shall be appointed by the President** from among the four elected members of the preceding year's Nominating Committee. If no elected member is able to serve, the current Chair shall be invited to serve for an additional year or the Chair may be appointed from among the previous committee's four elected members.

Revised

Article VIII

The Chair of the Nominating Committee shall be **appointed by the President with input from the President-Elect** from among the four elected members of the preceding year's Nominating Committee. If no elected member is able to serve, the current Chair shall be invited to serve for an additional year or the Chair may be appointed from among the previous committee's four elected members.

Approved by over 2/3 of voters (256 voters, quorum was 206) via ballot without meeting September 2023

Article II: The Executive Committee

- **Addition of the Justice, Equity, Diversity, and Inclusion Officer of AAAL.**

Original: § 1. The Officers of AAAL shall be the President, President-Elect, First Vice-President (Conference Chair), Second Vice-President (Associate Conference Chair), Secretary and the Treasurer.

Revised: § 1. The Officers of AAAL shall be the President, President-Elect, First Vice-President (Conference Chair), Second Vice-President (Associate Conference Chair), Secretary, Treasurer, and the Justice, Equity, Diversity, and Inclusion (JEDI) Officer.

Article VII: Duties of the Executive Committee

- Creation of JEDI Officer clause
- Addition of President-Elect to list of individuals replaced by the Nominating Committee in the event of incapacity or resignation

Original: N/A

Revised: § 11. The JEDI officer shall perform the functions of the office as outlined in the Standing Rules and shall strive to represent the JEDI-related interests of the membership before the Executive Committee. The JEDI Officer shall serve a term of three years and may succeed their self for no more than one additional term.

Original: § 11. In the event of the incapacity or resignation of the President, President-Elect, First Vice-President, Second Vice-President, Secretary or Treasurer, the Nominating Committee will make a recommendation of a replacement to the Executive Committee within 30 days of notification by the Executive Committee, and the Executive Committee will vote within ten days of receipt of recommendation on whether or not to ratify that recommendation or seek additional nominees. In the event of the incapacity or resignation of the Immediate Past President, the immediately preceding Past President will assume those duties for the remainder of the unexpired term. If the immediately preceding Past President is unwilling or unable to serve, it shall go to the preceding Past President(s) until one is willing and able to serve. In the event of the incapacity or resignation of a Member-at-Large, the President will make a recommendation to the Executive Committee within 30 days, and the Executive Committee will vote within ten days of receiving recommendation on whether or not to ratify a recommendation or seek additional nominees. Replacement of the incapacitated or resigned officer shall be effective immediately upon ratification by the Executive Committee, or in the case of the Immediate Past President, upon confirmation from the preceding Past President of his/her ability to serve.

Revised: § 12. In the event of the incapacity or resignation of the President, President-Elect, First Vice-President, Second Vice-President, Secretary, Treasurer, or JEDI Officer, the Nominating Committee will make a

recommendation of a replacement to the Executive Committee within 30 days of notification by the Executive Committee, and the Executive Committee will vote within ten days of receipt of recommendation on whether or not to ratify that recommendation or seek additional nominees. In the event of the incapacity or resignation of the Immediate Past President, the immediately preceding Past President will assume those duties for the remainder of the unexpired term. If the immediately preceding Past President is unwilling or unable to serve, it shall go to the preceding Past President(s) until one is willing and able to serve. In the event of the incapacity or resignation of a Member-at-Large, the President will make a recommendation to the Executive Committee within 30 days, and the Executive Committee will vote within ten days of receiving recommendation on whether or not to ratify a recommendation or seek additional nominees. Replacement of the incapacitated or resigned officer shall be effective immediately upon ratification by the Executive Committee, or in the case of the Immediate Past President, upon confirmation from the preceding Past President of his/her ability to serve.

Approved by over 2/3 of voters (216 voters: quorum was 171) via ballot without meeting April 2020

Article II: The Executive Committee

- Addition of the President-Elect and removal of the Immediate Past President as Officers of AAAL
- Addition of stipulation that the Immediate Past President shall be an Honorary, ex-officio, non-voting EC member attending at his/her discretion

Original: § 1. The Officers of AAAL shall be the President, First Vice-President, Second Vice-President, Secretary, Treasurer and the Immediate Past President.

Revised: § 1. The Officers of AAAL shall be the President, President-Elect, First Vice-President (Conference Chair), Second Vice-President (Associate Conference Chair), Secretary and the Treasurer.

Original: § 5. The Executive Committee may appoint members of the Association and non-members to serve as non-voting members of the Executive Committee. These appointed individuals may include the President of the Center for Applied Linguistics, the Editor(s) of major journals in the field, the Editor of the AAAL Newsletter, the Director of the Business Office, the elected chair of the nominating committee, or other persons at the suggestion of the President. Such ex-officio members may participate in discussion and debate but are not permitted to vote on issues arising before the Executive Committee.

Revised: § 5. The Executive Committee may appoint members of the Association and non-members to serve as non-voting members of the Executive Committee. These appointed individuals may include the President of the Center for Applied Linguistics, the Editor(s) of major journals in the field, the Editor of the AAAL Newsletter, the Director of the Business Office, the elected chair of the nominating committee, or other persons at the suggestion of the President. The Immediate Past President shall be an Honorary, ex-officio, non-voting member of the Executive Committee invited to attend Executive Committee meetings at his or her discretion. Such ex-officio members may participate in discussion and debate but are not permitted to vote on issues arising before the Executive Committee.

Article VII: Duties of the Executive Committee

- Creation of President-Elect clause and adjustment of succession for First and Second VP
- Clarification that Second VP serves as Associate Conference Chair
- Revision of Immediate Past President to be Honorary, removing expectation of attendance at meetings
- Addition of President-Elect to list of individuals replaced by the Nominating Committee in the event of incapacity or resignation

Original: N/A

Revised: § 4. The President-Elect shall undertake the responsibilities of the office as outlined in the Standing Rules and shall, in the following year, succeed to the Presidency.

Original: § 4. The First Vice-President shall undertake the responsibilities of the office as outlined in the Standing Rules and shall, in the following year, succeed to the presidency. The First Vice-President coordinates the annual conference and is fully responsible for the program.

Revised: § 5. The First Vice-President shall undertake the responsibilities of the office as outlined in the Standing Rules and shall, in the following year, succeed to the position of President-Elect. The First Vice-President coordinates the annual conference and is fully responsible for the program.

Original: § 5. The Second Vice-President shall undertake the responsibilities of the office as outlined in the Standing Rules and shall, in the following year, succeed to the First Vice-Presidency.

Revised: § 6. The Second Vice-President shall undertake the responsibilities of the office as outlined in the Standing Rules and shall, in the following year, succeed to the First Vice-Presidency. The Second Vice-President serves as Associate Conference Chair.

Original: § 6. The Immediate Past President shall serve as a member of the Executive Committee and shall perform such functions as the President may direct. The functions and committee service of the Immediate Past President are outlined in the Standing Rules.

Revised: § 7. The Immediate Past President shall serve as an Honorary, ex-officio, non-voting member of the Executive Committee and shall undertake the responsibilities of the office as outlined in the Standing Rules. The Immediate Past President shall be invited but is not required to attend all meetings of the Executive Committee.

Original: § 10. In the event of the incapacity or resignation of the President, First Vice-President, Second Vice-President, Secretary or Treasurer, the Nominating Committee will make a recommendation of a replacement to the Executive Committee within 30 days of notification by the Executive Committee, and the Executive Committee will vote within ten days of receipt of recommendation on whether or not to ratify that recommendation or seek additional nominees. In the event of the incapacity or resignation of the Immediate Past President, the immediately preceding Past President will assume those duties for the remainder of the unexpired term. If the immediately preceding Past President is unwilling or unable to serve, it shall go to the preceding Past President(s) until one is willing and able to serve. In the event of the incapacity or resignation of a Member-at-Large, the President will make a recommendation to the Executive Committee within 30 days, and the Executive Committee will vote within ten days of receiving recommendation on whether or not to ratify a recommendation or seek additional nominees. Replacement of the incapacitated or resigned officer shall be effective immediately upon ratification by the Executive Committee, or in the case of the Immediate Past President, upon confirmation from the preceding Past President of his/her ability to serve.

Revised: § 11. In the event of the incapacity or resignation of the President, President-Elect, First Vice-President, Second Vice-President, Secretary or Treasurer, the Nominating Committee will make a recommendation of a replacement to the Executive Committee within 30 days of notification by the Executive Committee, and the Executive Committee will vote within ten days of receipt of recommendation on whether or not to ratify that recommendation or seek additional nominees. In the event of the incapacity or resignation of the Immediate Past President, the immediately preceding Past President will assume those duties for the remainder of the unexpired term. If the immediately preceding Past President is unwilling or unable to serve, it shall go to the preceding Past President(s) until one is willing and able to serve. In the event of the incapacity or resignation of a Member-at-Large, the President will make a recommendation to the Executive Committee within 30 days, and the Executive Committee will vote within ten days of receiving recommendation on whether or not to ratify a recommendation or seek additional nominees. Replacement of the incapacitated or resigned officer shall be effective immediately upon ratification by the Executive Committee, or in the case of the Immediate Past President, upon confirmation from the preceding Past President of his/her ability to serve.

Approved by over 2/3 of voters (237 voters; quorum was 178) via ballot without meeting April/May 2019

Article VII: Duties of the Executive Committee

§ 10: remove reference to newsletter editor

Article IX: Committees

§ 6: generalize committee appointment responsibilities (instead of being specified as a First VP responsibility).

Original: Prior to the business meeting at the annual conference, The First Vice-President shall appoint the chair of each committee and, in consultation with that chair, shall appoint the remaining members so that these chairs and members may assume their positions at the conclusion of the annual business meeting.

Revised: Prior to the business meeting at the annual conference, a chair of each committee shall be appointed and, in consultation with that chair, the remaining members will be appointed so that these chairs and members may assume their positions at the conclusion of the annual business meeting. Responsibility for appointment of chairs and committees is outlined in the Standing Rules.

Article X: The Graduate Student Council

§ 4: revise appointment of GSC chairs to the President upon outgoing chair recommendation

Original: The First Vice-President shall appoint the Chair(s) of the council.

Revised: The President shall appoint the incoming Chair(s) of the council upon recommendation of the outgoing Chairs(s).

Approved by over 2/3 of voters (348 out of 351 voters; quorum was 201) via ballot without meeting, April 2018

Article II: Executive Committee

Section 1

Original: The Officers of AAAL shall be the President, First Vice-President, Second Vice-President, the Secretary-Treasurer and the Immediate Past President.

Revised: The Officers of AAAL shall be the President, First Vice-President, Second Vice-President, Secretary, Treasurer and the Immediate Past President.

Section 4

Original: The Executive Committee shall be the governing body of the Association, the board of directors of the Association for purposes of the District of Columbia Nonprofit Corporation Act, and shall exercise general supervision over the affairs of the Association. The Executive Committee shall review the work of the Secretary-Treasurer. In the interval between annual conferences of the Association, the Executive Committee shall have the authority to take such actions as are deemed necessary for the conduct of the affairs of the Association in accordance with the Bylaws and such Federal, State, and local laws and regulations as may be applicable.

Revised: The Executive Committee shall be the governing body of the Association, the board of directors of the Association for purposes of the District of Columbia Nonprofit Corporation Act, and shall exercise general supervision over the affairs of the Association. The Executive Committee shall review the work of the Treasurer. In the interval between annual conferences of the Association, the Executive Committee shall have the authority to take such actions as are deemed necessary for the conduct of the affairs of the Association in accordance with the Bylaws and such Federal, State, and local laws and regulations as may be applicable.

Article IV: Dues and Fees

Section 5

Original: Registration fees for other meetings and activities of the Association shall be recommended for approval by the Secretary-Treasurer in cooperation with the member(s) responsible for those meetings and activities for approval by the Executive Committee.

Revised: Registration fees for other meetings and activities of the Association shall be recommended for approval by the Treasurer in cooperation with the member(s) responsible for those meetings and activities for approval by the Executive Committee.

Article VI: Duties of the Executive Committee

Section 3

Original: The President shall serve for one year as presiding officer of AAAL and of the Executive Committee. S/he shall perform the duties of the office as outlined in the Standing Rules. S/he shall represent AAAL in its relationships with other organizations, associations, and agencies (except for AILA, see § 7 below), but s/he may delegate the representational function to the Secretary-Treasurer.

Revised: The President shall serve for one year as presiding officer of AAAL and of the Executive Committee. S/he shall perform the duties of the office as outlined in the Standing Rules. S/he shall represent AAAL in its relationships with other organizations, associations, and agencies (except for AILA, see § 7 below), but s/he may delegate the representational function to the Secretary.

Section 7

Original: The Secretary-Treasurer shall perform the functions of the office as outlined in the Standing Rules and shall administer the affairs of the Association under the direction of the Executive Committee. The Secretary-Treasurer shall serve a term of four years and may succeed him/herself for no more than one additional term. The Secretary-Treasurer is the representative of AAAL at AILA meetings, though s/he may delegate this representational function to other members of the Executive Committee.

Revised: The Treasurer shall perform the functions of the office as outlined in the Standing Rules and shall administer the affairs of the Association together with the Secretary and under the direction of the Executive Committee. The Treasurer shall serve a term of four years and may succeed him/herself for no more than one additional term.

Section 8 (New - Inserted)

The Secretary shall perform the functions of the office as outlined in the Standing Rules and shall administer the affairs of the Association together with the Treasurer and under the direction of the Executive Committee. The Secretary shall serve a term of four years and may succeed him/herself for no more than one additional term. The Secretary is the representative of AAAL at AILA meetings, though s/he may delegate this representational function to other members of the Executive Committee.

Section 10 (Previously Section 9)

Original: In the event of the incapacity or resignation of the President, First Vice-President, Second Vice-President or Secretary-Treasurer, the Nominating Committee will make a recommendation of a replacement to the Executive Committee within 30 days of notification by the Executive Committee, and the Executive Committee will vote within ten days of receipt of recommendation on whether or not to ratify that recommendation or seek additional nominees. In the event of the incapacity or resignation of the Immediate Past President, the immediately preceding Past President will assume those duties for the remainder of the unexpired term. If the immediately preceding Past President is unwilling or unable to serve, it shall go to the preceding Past President(s) until one is willing and able to serve. In the event of the incapacity or resignation of a Member-at-Large or Newsletter Editor, the President will make a recommendation to the Executive Committee within 30 days, and the Executive Committee will vote within ten days of receiving recommendation on whether or not to ratify a recommendation or seek additional nominees. Replacement of the incapacitated or resigned officer shall be effective immediately upon ratification by the Executive Committee, or in the case of the Immediate Past President, upon confirmation from the preceding Past President of his/her ability to serve.

Revised: In the event of the incapacity or resignation of the President, First Vice-President, Second Vice-President, Secretary or Treasurer, the Nominating Committee will make a recommendation of a replacement to

the Executive Committee within 30 days of notification by the Executive Committee, and the Executive Committee will vote within ten days of receipt of recommendation on whether or not to ratify that recommendation or seek additional nominees. In the event of the incapacity or resignation of the Immediate Past President, the immediately preceding Past President will assume those duties for the remainder of the unexpired term. If the immediately preceding Past President is unwilling or unable to serve, it shall go to the preceding Past President(s) until one is willing and able to serve. In the event of the incapacity or resignation of a Member-at-Large or Newsletter Editor, the President will make a recommendation to the Executive Committee within 30 days, and the Executive Committee will vote within ten days of receiving recommendation on whether or not to ratify a recommendation or seek additional nominees. Replacement of the incapacitated or resigned officer shall be effective immediately upon ratification by the Executive Committee, or in the case of the Immediate Past President, upon confirmation from the preceding Past President of his/her ability to serve.

Article VIII: Nominations and Elections

Section 2, Paragraph 3

Original: Nominations for any elected position may also be made by the general membership. No less than 90 days prior to the annual conference, ten or more members of the Association may submit to the Secretary-Treasurer a formal nomination in writing. The nominating general members must sign the nomination and must certify that the nominee is willing to stand for election.

Revised: Nominations for any elected position may also be made by the general membership. No less than 90 days prior to the annual conference, ten or more members of the Association may submit to the Secretary a formal nomination in writing. The nominating general members must sign the nomination and must certify that the nominee is willing to stand for election.

Approved by over 2/3 of voters (196 out of 202 voters; quorum was 171) via ballot without meeting, May 2015

Article VII: Nominations and Elections

Section 1, Paragraph 4

Original: The Chair of the Nominating Committee shall be appointed by the President from among the four elected members of the preceding year's Nominating Committee.

Revised: The Chair of the Nominating Committee shall be appointed by the President from among the four elected members of the current Nominating Committee. If no elected member is able to serve as Chair, the current Chair shall be invited to serve for an additional year or the Chair may be appointed from among the members of previous Nominating Committees.

Insertion of the following new text following article IX: Committees:

Article X: THE GRADUATE STUDENT COUNCIL

§ 1. There shall be a Graduate Student Council to fulfill initiatives serving graduate students.

§ 2. The council shall consist of a steering committee of a minimum of five members, including at least one chair, and council members. Steering committee and council members must be members of the Association in good standing.

§ 3. The operation of the council shall be reviewed at least annually by the Executive Committee.

§ 4. The First Vice-President shall appoint the Chair(s) of the council.

Approved by over 2/3 of voters via ballot without meeting, May 2013

Note: Constitution eliminated as a separate document and relevant clauses added to these Bylaws.

Article I: Name and Purpose

Items Added:

§ 1. The name of this association shall be the American Association for Applied Linguistics (hereinafter The Association and/or AAAL).

§ 2. The Association is a nonprofit membership corporation incorporated in the District of Columbia.

§ 3. The purpose of AAAL is to promote research in the broad field of applied linguistics, to encourage scholarship, to facilitate the dissemination of information and research, and to provide a forum in which members of this professional community may meet.

§ 4. AAAL is an affiliate of the International Association of Applied Linguistics (AILA).

§ 5. AAAL is a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code.

Article II: The Executive Committee:

Items Added:

§ 1. The Officers of AAAL shall be the President, First Vice-President, Second Vice- President, the Secretary-Treasurer and the Immediate Past President.

§ 2. The Directors of AAAL shall be the Officers plus three Members-at-Large.

§ 3. The Executive Committee is composed of the Directors.

§ 4. The Executive Committee shall be the governing body of the Association, the board of directors of the Association for purposes of the District of Columbia Nonprofit Corporation Act, and shall exercise general supervision over the affairs of the Association. The Executive Committee shall review the work of the

Secretary-Treasurer. In the interval between annual conferences of the Association, the Executive Committee shall have the authority to take such actions as are deemed necessary for the conduct of the affairs of the Association in accordance with the Bylaws and such Federal, State, and local laws and regulations as may be applicable.

§ 5. The Executive Committee may appoint members of the Association and nonmembers to serve as non-voting members of the Executive Committee. These appointed individuals may include the President of the Center for Applied

Linguistics, the Editor(s) of major journals in the field, the Editor of the AAAL Newsletter, the Director of the Business Office, the elected chair of the nominating committee, or other persons at the suggestion of the President. Such ex-officio members may participate in discussion and debate but are not permitted to vote on issues arising before the Executive Committee.

§ 6. Regular meetings of the Executive Committee shall be held at least twice each 12 months at times and in places agreed upon by the Executive Committee.

Article III: Membership

Items Added:

§ 1 The Executive Committee shall establish designated categories of membership. Members in each membership category shall receive such benefits of membership as established by the Executive Committee. The categories of membership and the benefits afforded to each class are stipulated in the Standing Rules.

§ 2. Members of the Association shall be persons or institutions interested in and contributing to the advancement of applied linguistics as a discipline and as a profession.

§ 3. Such persons or institutions may become members by payment of such dues as may be established by the Executive Committee from time to time, or, in the case of Honorary Members, as specified in the Standing Rules.

§ 4. Any member who is delinquent in payment of dues for a period of thirty (30) days shall be notified of such delinquency and such delinquent member's membership shall thereupon be suspended without further action or right of appeal.

§ 5. No dues shall be refunded to any member whose membership terminates for any reason.

Article IV: Dues and Fees, Section 1:

Item Removed: Annual dues shall be determined by the Executive Committee.

Article IV: Dues and Fees, Section 1:

Item Added: The payment of such annual dues shall define members in good standing.

Article IV: Dues and Fees, Section 3:

Previous Wording: Increases in dues in excess of 20% in a single year must be proposed by the Executive Committee and approved by a two-thirds majority of all those members voting by mail ballot. Members shall be defined as those in good standing.

New Wording: Increases in dues in excess of 20% in a single year must be proposed by the Executive Committee and approved by a two-thirds majority of all those members voting. Members shall be defined as those in good standing and voting shall be specified in Bylaws Article VI.

Article IV: Dues and Fees, Section 4:

Item Added: Registration fees for the annual conference of the Association shall be established by the Executive Committee.

Article IV: Dues and Fees:

Item Removed: Fees for conference registration shall be established annually as specified in Constitution Article III, § 3, and shall be disseminated through appropriate publications of the Association.

Article IV: Dues and Fees, Section 5:

Item Added: Registration fees for other meetings and activities of the Association shall be recommended for approval by the Secretary-Treasurer in cooperation with the member(s) responsible for those meetings and activities for approval by the Executive Committee.

Article V: Meetings, Section 1:

Item Added: An annual conference of the Association shall be held at a time and in a place designated by the Executive Committee. Within the annual conference, a general business meeting of the Association shall be convened, chaired by the President.

Article V: Meetings, Previously Section 1:

Item Removed: A general business meeting of the Association shall be convened annually within the annual

conference. The purpose of the general business meeting shall be to conduct the general business of the Association.

Article V: Meetings, Section 2:

Item Added: All meetings of the Association and of its constituent bodies shall be open to all members, unless an executive session is called. Whenever possible, provision shall be made for the accommodation of non-members and guests.

Article V: Meetings, Section 3:

Item Added: The Association shall assume no responsibility for statements of opinion expressed by participants in the programs of its annual conference or in such other conferences and meetings as it may sponsor.

Article V: Meetings, Section 5:

Item Added: The Association shall give members notice of all general business meetings at least 10 days and no more than 60 days before the meeting. Notice may be given by postal mail, electronically or by publication in the AAAL official newsletter.

Article VI: Voting:

Items Added:

§ 1. Each member shall have one (1) vote. As determined by the Executive Committee, votes of members may be obtained at a general business meeting or by ballot without a meeting

§ 2 To take action by ballot without a meeting, the Association shall deliver a ballot to every member entitled to vote on the matter. The ballot may be delivered by postal mail, fax, email or an online voting Web site mechanism or other electronic means as long as results can be documented and recorded. Such ballot shall:

- (1) Set forth each proposed action;
- (2) Provide an opportunity to vote for, or withhold a vote for, each candidate for election as a director; and/or
- (3) Provide an opportunity to vote for or against other proposed actions.

Approval by ballot pursuant to this section of action other than election of directors shall be valid only when the number of votes cast by ballot equals or exceeds the quorum required.

All solicitations for votes by ballot shall:

- (1) Indicate the number of responses needed to meet the quorum requirements;
- (2) State the percentage of approvals necessary to approve each matter other than election of directors; and
- (3) Specify the time by which a ballot must be received by the Association in order to be counted.

§ 3. A quorum for a general business meeting shall be 50 members in good standing. A quorum for a vote by ballot without meeting shall be 10% of members in good standing.

Article VII: Duties of the Executive Committee:

Previous Wording: Duties of Officers

New Wording: Duties of the Executive Committee

Article VII: Duties of the Executive Committee, Section 1:

Previous Wording: Officers of AAAL, Members-at-Large, and other members of the executive committee must be members of the Association in good standing.

New Wording: Officers of AAAL and Members-at-Large must be members in good standing of the Association.

Article VII: Duties of the Executive Committee, Section 2:

Previous Wording: The terms of office for Officers, Members-at-Large, co-opted members of the Executive Committee, and Chairs and members of committees of AAAL shall generally begin and end at the conclusion of a general business meeting of the Association. The Nominating Committee is an exception to this rule. The terms of office of the Chair and members of the Nominating Committee are established in Standing Rule 8.

New Wording: The terms of office for Officers, Members-at-Large, appointed members of the Executive Committee, and Chairs and members of committees of AAAL shall begin and end at the conclusion of the general business meeting at the annual conference of the Association. The Nominating Committee is an exception to this rule. The terms of office of the Chair and members of the Nominating Committee are established in Standing Rule 4.

Article VII: Duties of the Executive Committee, Section 3:

Previous Wording: The President shall serve for one year as presiding officer of AAAL and of the Executive Committee. S/he shall perform the duties typically adhering to the office. S/he shall represent AAAL in its relationships with other organizations, associations, and agencies (except for AILA, see § 7 below), but s/he may delegate the representational function, as provided in Standing Rule 1, to the Secretary-Treasurer. The President may not succeed him/herself.

New Wording: The President shall serve for one year as presiding officer of AAAL and of the Executive Committee. S/he shall perform the duties of the office as outlined in the Standing Rules. S/he shall represent AAAL in its relationships with other organizations, associations, and agencies (except for AILA, see § 7 below), but s/he may delegate the representational function, to the Secretary-Treasurer.

Article VII: Duties of the Executive Committee, Section 4:

Previous Wording: The First Vice President shall undertake the responsibilities typically adhering to the office and shall, in the following year, succeed to the presidency. The First Vice President coordinates the annual conference and is fully responsible for the program.

New Wording: The First Vice-President shall undertake the responsibilities of the office as outlined in the Standing Rules and shall, in the following year, succeed to the presidency. The First Vice-President coordinates the annual conference and is fully responsible for the program.

Article VII: Duties of the Executive Committee, Section 5:

Previous Wording: The Second Vice President shall undertake the responsibilities typically adhering to the office and shall, in the following year, succeed to the First Vice Presidency.

New Wording: The Second Vice-President shall undertake the responsibilities of the office as outlined in the Standing Rules and shall, in the following year, succeed to the First Vice-Presidency.

Article VII: Duties of the Executive Committee, Section 6:

Previous Wording: The immediate past president shall serve as a member of the Executive Committee for one year and shall perform such functions as the President may direct. The Immediate Past President shall serve ex officio as a non-voting member of the Nominating Committee. The immediate past president may not succeed him/herself.

New Wording: The Immediate Past President shall serve as a member of the Executive Committee and shall perform such functions as the President may direct. The functions and committee service of the Immediate Past President are outlined in the Standing Rules.

Article VII: Duties of the Executive Committee, Section 7:

Previous Wording: The Secretary-Treasurer shall perform the functions typically adhering to the office and shall administer the affairs of the Association under the direction of the Executive Committee. The Secretary-Treasurer shall serve a term of four years and may succeed him/herself for no more than one additional term. The Secretary-Treasurer is the representative of AAAL at AILA meetings, though s/he may delegate this representational function to other members of the Executive Committee. Further specification of the duties of the Secretary-Treasurer is provided in the Standing Rules.

New Wording: The Secretary-Treasurer shall perform the functions of the office as outlined in the Standing Rules and shall administer the affairs of the Association under the direction of the Executive Committee. The Secretary-Treasurer shall serve a term of four years and may succeed him/herself for no more than one additional term. The Secretary-Treasurer is the representative of AAAL at AILA meetings, though s/he may delegate this representational function to other members of the Executive Committee.

Article VIII: Nominations and Elections, Section 1, Paragraph 3:

Previous Wording: The members of the Nominating Committee shall be elected by mail ballot disseminated, collected, and counted by the Business Office at least six (6) months prior to the annual conference of the Association.

New Wording: The members of the Nominating Committee shall be elected following the procedure outlined in the Standing Rules.

Article VIII: Nominations and Elections, Section 1, Previously Paragraph 4:

Item Removed: Four members of the Nominating Committee shall be elected from a slate of eight candidates prepared by the preceding year's Nominating Committee. For detailed procedures, see Standing Rule 8.

Article VIII: Nominations and Elections, Section 1, Paragraph 5:

Previous Wording: The President shall announce the full membership of the Nominating Committee at the general business meeting, and the Chair of the Nominating Committee shall be given time in the agenda to address the membership.

New Wording: The President shall announce the full membership of the Nominating Committee at the

general business meeting at the annual conference, and the Chair of the Nominating Committee shall be given time in the agenda to address the membership.

Article VIII: Nominations and Election, Section 2:

Previous Wording: Duties of the Nominating Committee

New Wording: Nominations

Article VIII: Nominations and Elections, Section 2, Paragraph 1:

Previous Wording: The Nominating Committee shall prepare a slate consisting of at least one nominee each for the positions of Second Vice President and Member at Large, as well as eight nominees for the nominating Committee. In every fourth year, the Nominating Committee shall add to the slate at least one nominee for Secretary-Treasurer.

New Wording: The Nominating Committee shall prepare a slate as outlined in the Standing Rules.

Article VIII: Nominations and Elections, Section 2, Paragraph 3:

Previous Wording: Nominations for any office may also be made by the general membership. No less than 90 days prior to the annual conference, ten or more members of the Association may submit to the Secretary-Treasurer a formal nomination in writing. The nominating general members must sign the nomination and must certify that the nominee is willing to stand for election.

New Wording: Nominations for any elected position may also be made by the general membership. No less than 90 days prior to the annual conference, ten or more members of the Association may submit to the Secretary-Treasurer a formal nomination in writing. The nominating general members must sign the nomination and must certify that the nominee is willing to stand for election.

Article VIII: Nominations and Elections, Section 2, Paragraph 6:

Item Removed: In accordance with Article VI, § 4 of the Constitution, in the event of a vacancy on the Executive Committee (other than the incumbent President), the Nominating Committee shall supply to the President a slate of nominees for the vacated office.

Article VIII: Nominations and Elections, Section 3:

Previous Wording: Interpreting the Outcome of Elections

New Wording: Elections

Article VIII: Nominations and Elections, Section 3, Paragraph 1:

Item Added: The timeline and procedure for election are specified in the Standing Rules.

Article VIII: Nominations and Elections, Section 3, Paragraph 3:

Previous Wording: All newly elected officers shall take office at the end of the general business meeting following their election and shall serve for the terms specified in Bylaws Article III.

New Wording: All newly elected individuals shall take office at the end of the general business meeting following their election and shall serve for the terms specified in Bylaws Article VII, § 2.

Article IX: Committees, Section 1:

Item Added: There shall be such standing committees as are required for the conduct of the business of the Association. The creation or elimination of standing committees is the prerogative of the Executive Committee.

Article IX: Committees, Section 2:

Previous Wording: The President has the authority to appoint such committees, as s/he deems necessary to assure the viability of the Association.

New Wording: The President has the authority to appoint such ad hoc committees, as s/he deems necessary to assure the viability of the Association.

Article IX: Committees, Section 3:

Previous Wording: Members and Chairs of committees appointed by the President must be members of the Association in good standing.

New Wording: Members and Chairs of committees must be members of the Association in good standing.

Article IX: Committees, Section 5:

Previous Wording: Each committee shall be appointed for no more than one year. The operation of each committee shall be reviewed annually by the Executive Committee at the time it receives the written report of the committee. The President, upon recommendation of the Executive Committee, may extend the life of any committee for an additional year.

New Wording: Each ad hoc committee shall be appointed for no more than one year. The operation of each

committee shall be reviewed annually by the Executive Committee at the time it receives the written report of the committee. The President, upon recommendation of the Executive Committee, may extend the life of any committee for an additional year.

Article IX: Committees, Section 6:

Previous Wording: The President shall, immediately upon succeeding to office, appoint the chair of each committee and, in consultation with that chair, shall appoint the remaining members.

New Wording: Prior to the business meeting at the annual conference, The First Vice-President shall appoint the chair of each committee and, in consultation with that chair, shall appoint the remaining members so that these chairs and members may assume their positions at the conclusion of the annual business meeting.

Article IX: Committees, Section 7:

Previous Wording: Any committee which has been retained in place for five years shall be considered essential to the life of the Association and shall be redesignated a standing committee of the Association upon majority vote of the Executive Committee.

New Wording: Any ad hoc committee which has been retained in place for five years shall be considered essential to the life of the Association and shall be redesignated a standing committee of the Association upon majority vote of the Executive Committee.

Article X: Association Management:

Item Added: The Executive Committee shall have the authority to employ, fix the salary, and define the duties of an Executive Director, or to enter into a contract with a person or firm to provide management services to the Association.

Article XI: Affiliation:

Previous Wording: The Executive Committee may, by majority vote, affiliate AAAL with other appropriate organizations or may accept affiliation from such other organizations.

New Wording: The Executive Committee may affiliate AAAL with other appropriate organizations or may accept affiliation from such other organizations.

Article XIII: Standing Rules, Section 1:

Previous Wording: A series of Standing Rules shall be appended to this Constitution and Bylaws.

New Wording: A series of Standing Rules shall be appended to these Bylaws.

Approved by majority vote at AAAL Annual Meeting, Dallas, TX, March 2013

Article XII: Amendments, Section 1:

Previous Wording: Amendments to these Bylaws may be initiated by the Executive Committee or by any member in good standing of the Association by formal parliamentary motion to amend at the general business meeting.

New Wording: Amendments to these Bylaws may be proposed by the Executive Committee at any regular business meeting, or by the submission of a formal motion to amend duly signed by any ten members of the Association in good standing to the Resolutions committee no later than 30 days prior to the general business meeting. Amendments determined by the Resolutions committee to be germane to the purpose of AAAL will then be sent to the President for notification and proposed at the general business meeting of the Association.

Article XII: Amendments, Previously Section 2:

Item Removed: Amendments initiated as specified in §1 above shall be brought to the floor of the general business meeting of the Association.

Article XII: Amendments, Section 2:

Previous Wording: Amendments approved by a two-thirds majority of all members in good standing voting at the general business meetings shall be considered adopted and shall be added to the official copy of the Constitution and Bylaws maintained by the Secretary-Treasurer.

New Wording: Proposed amendments will be debated and may be revised during a general business meeting. Amendments will subsequently be submitted for approval by ballot without a meeting and require approval by two-thirds of those voting. Adopted amendments shall be incorporated in the official copy of the Bylaws.

Approved by majority vote via online survey of members, December 2012

Article III Duties of the Executive Committee, Section 4:

Item removed: In the event of the incapacity or resignation of the President, the First Vice President shall complete the unexpired term of the President without prejudice to his/her normal term.

Article III, Section 5:

Item removed: In the event of the incapacity or resignation of the President or the First Vice President, the Second Vice President shall complete the unexpired term of the First Vice President without prejudice to his/her normal term.

Article III

Section 9 added to read: In the event of the incapacity or resignation of the President, First Vice President, Second Vice President or Secretary/Treasurer, the Nominating Committee will make a recommendation of a replacement to the Executive Committee within 30 days of notification by the Executive Committee, and the Executive Committee will vote within ten days of receipt of recommendation on whether or not to ratify that recommendation or seek additional nominees. In the event of the incapacity or resignation of the Immediate Past President, the immediately preceding Past President will assume those duties for the remainder of the unexpired term. If the immediately preceding Past President is unwilling or unable to serve, it shall go to the preceding Past President(s) until one is willing and able to serve. In the event of the incapacity or resignation of a Member-at-Large or Newsletter Editor, the President will make a recommendation to the Executive Committee within 30 days, and the Executive Committee will vote within ten days of receiving recommendation on whether or not to ratify that recommendation or seek additional nominees. Replacement of the incapacitated or resigned officer shall be effective immediately upon ratification by the Executive Committee, or in the case of the Immediate Past President, upon confirmation from the preceding Past President of his/her ability to serve.

Approved by majority vote at AAAL Annual Meeting, Seattle, WA, March, 1998

Article V, Section 2:

Item 6 added to read:

6. A Finance Committee, which shall work with the Secretary-Treasurer to review the finances of the Association and make recommendations to facilitate the efficient management of the Association's resources.

Article IV, Section 1, Paragraph 2:

Previous wording:

"The nominating Committee shall consist of five members of the Association in good standing."

New wording:

"The Nominating Committee shall consist of five member of the Association in good standing and the Immediate Past President, who shall serve for one year *ex-officio*."

Approved by majority vote at AAAL Annual Meeting, St Louis, MO, March 2001

Article II, Section 2:

Previous Wording:

"Other meetings of the Association for business and/or professional purposes may be convened by the Executive Board at its discretion."

New Wording:

Fifty members of the Association constitute a quorum from the General Business Meeting

Article II, Section 3:

New wording (this is the previous section 2, with revisions):

"Other meetings of the Association for business and/or professional purposes may be convened by the Executive Board at its discretion."

Article III, Section 1:

Previous Wording:

"The President shall serve for one year as presiding officer of AAAL and of the Executive Committee. S/he shall perform the duties typically adhering to the office. S/he shall represent AAAL in its relationships with other organizations, associations, and agencies (except for AILA, see § 4 below), but s/he may delegate the representational function, as provided in Standing Rule 1, to the Secretary-Treasurer. The President may not succeed him/herself."

New Wording:

"Officers of AAAL, Members at Large, and other members of the Executive Committee must be members of the Association in good standing."

Article III, Section 2:

Previous Wording:

“The Vice President shall undertake the responsibilities typically adhering to the office and shall, in the following year, succeed to the presidency. In the event of the incapacity or resignation of the President, the Vice President shall complete the unexpired term of the President without prejudice to his/her normal term. The Vice President coordinates the annual conference and is fully responsible for the program.”

New Wording:

“The terms of office for Officers, Members-at-Large, co-opted members of the Executive Committee, and Chairs and members of committees of AAAL shall generally begin and end at the conclusion of a general business meeting of the Association. The Nominating Committee is an exception to this rule. The terms of office of the Chair and members of the Nominating Committee are established in Standing Rule 8.”

Article III, Section 3:

Previous Wording:

“The immediate past president shall serve as a member of the Executive Committee for one year and shall perform such functions as the President may direct. The past president may not succeed him/herself.”

New Wording (This is the previous Section 1, with revisions):

“The President shall serve for one year as presiding officer of AAAL and of the Executive Committee. S/he shall perform the duties typically adhering to the office. S/he shall represent AAAL in its relationships with other organizations, associations, and agencies (except for AILA, see § 7 below), but s/he may delegate the representational function, as provided in Standing Rule 1, to the Secretary-Treasurer. The President may not succeed him/herself.”

Article III, Section 4:

Previous Wording:

“The Secretary-Treasurer shall perform the functions typically adhering to the office and shall administer the affairs of the Association under the direction of the Executive Committee. The Secretary-Treasurer shall serve a term of four years and may succeed him/herself for no more than one additional term. The Secretary-Treasurer is the representative of AAAL at AILA meetings, though s/he may delegate this representational function to other members of the Executive Committee. Further specification of the duties of the Secretary-Treasurer are provided in the Standing Rules.”

New Wording (This is the previous Section 2, with revisions):

“The First Vice President shall undertake the responsibilities typically adhering to the office and shall, in the following year, succeed to the presidency. In the event of the incapacity or resignation of the President, the First Vice President shall complete the unexpired term of the President without prejudice to his/her normal term. The First Vice President coordinates the annual conference and is fully responsible for the program.”

Article III, Section 5:

Previous Wording:

“The At-Large Members of the Executive Committee shall perform such duties as may be from time to time assigned by the President and shall strive to represent the interests of the membership before the Executive Committee. They shall serve for staggered terms of three years. Members may not succeed themselves, but may stand for election again after a lapse of three years.”

New Wording:

“The Second Vice President shall undertake the responsibilities typically adhering to the Office and shall, in the following year, succeed to the First Vice Presidency. In the event of the incapacity or resignation of the President or the First Vice President, the Second Vice President shall complete the unexpired term of the First Vice President without prejudice to his/her normal term.”

Article III, Section 6:

New Section added to read (This is the previous Section 3, with revisions):

“The Immediate Past President shall serve as a member of the Executive Committee for one year and shall perform such functions as the President may direct. The Immediate Past President shall serve ex officio as a non-voting member of the Nominating Committee. The Immediate Past President may not succeed him/herself.”

Article III, Section 7:

New Section added to read (This is the previous Section 4, with revisions):

“The Secretary-Treasurer shall perform the functions typically adhering to the office and shall administer the affairs of the Association under the direction of the Executive Committee. The Secretary-Treasurer shall serve a term of four years and may succeed him/herself for no more than one additional term. The Secretary-Treasurer is the representative of AAAL at AILA meetings, though s/he may delegate this representational function to other members of the Executive Committee. Further specification of the duties of the Secretary-Treasurer is provided in the Standing Rules.”

Article III, Section 8:

New Section added to read (This is the previous Section 5, *without* revisions):

“The At-Large Members of the Executive Committee shall perform such duties as may be from time to time assigned by the President and shall strive to represent the interests of the membership before the Executive Committee. They shall serve for staggered terms of three years. Members may not succeed themselves, but may stand for election again after a lapse of three years.”

Article IV, Section 1, Paragraph 2:

Previous Wording:

“...who shall serve for one year *ex officio*.”

New Wording:

“...who shall serve for one year *ex officio* without a vote.”

Article IV, Section 1, Paragraph 3:

Previous Wording:

“...and counted by the Secretary-Treasurer at least...”

New Wording:

“...and counted by the Business Office at least...”

Article IV, Section 1, Paragraph 5:

Previous Wording:

“The Chair of the Nominating Committee shall be elected by the Executive Committee, by mail ballot, from among...”

New Wording:

“The Chair of the Nominating Committee shall be appointed by the President from among...”

Article IV, Section 1, Paragraph 6:

Previous Wording

“The Executive Committee shall conduct its election of the Chair of the Nominating Committee prior to the annual business meeting. The President shall announce the full membership of the Nominating Committee at the general business meeting, and the newly elected Chair of the Nominating Committee shall be given time in the agenda to address the membership.”

New Wording:

“The President shall announce the full membership of the Nominating Committee at the general business meeting, and the Chair of the Nominating Committee shall be given time in the agenda to address the membership.”

Article IV, Section 2, Paragraph 1:

Previous Wording:

“...for the positions of Vice President and ... add to the slate one or more nominees for Secretary-Treasurer.”

New Wording:

“...for the positions of Second Vice President and ... add to the slate at least one nominee for Secretary-Treasurer.”

Article IV, Section 2, Paragraph 5:

Previous Wording

“In the event that such a nomination is submitted from the general membership, the Secretary-Treasurer shall conduct a special run-off election by mail ballot between the individual whose name was put forward by the Nominating Committee and the individual nominated from among the general membership.”

New Wording:

“In the event that such a nomination is submitted from the general membership, the names of the individual whose name was put forward by the Nominating Committee and the individual nominated from among the general membership shall both appear on the ballot.”

Article IV, Section 2, Paragraph 6:

Previous Wording:

“In accordance with Article VI, § 4, in the event ... shall supply to the Executive Committee a slate of ...”

New Wording:

“In accordance with Article VI, § 4 of the Constitution, in the event ... shall supply to the President a slate of ...”

Article IV, Section 3, Paragraph 2:

Previous Wording

“...end of the annual meeting following their election ... Bylaws Article.”

New Wording

“...end of the general business meeting following their election ... Bylaws Article III.”

Article V, Section 1:

Previous Wording:

“The Standing Committees of the Association are specified in Article VII of the Constitution. The structures and duties of such committees are specified in the Bylaws.”

New Wording:

“The President has the authority to appoint such committees, as s/he deems necessary to assure the viability of the Association.”

Article V, Section 2:

Previous Wording:

“The President has the authority to appoint such other committees, as s/he deems necessary to assure the viability of the Association.”

New Wording

“Members and chairs of committees appointed by the president must be members of the association in good standing.”

Article V, Section 2, Paragraphs 1-6 – *deleted*

Previous Wording:

“1. A Long-Range Planning Committee which shall recommend to the Executive Committee strategies to facilitate the growth and development of the Association.

“2. A Membership Committee which shall recommend to the Executive Committee strategies for increasing membership.

“3. A Committee of Past Presidents which shall serve in an advisory capacity to the Executive Committee.

“4. A Rules and Resolutions Committee which shall monitor the Constitution and Bylaws to maintain currency and to meet the needs of the Association and which shall manage any resolutions to come before the general business meetings according to guidelines specified in the Standing Rules.

“5. An Awards Committee, which shall determine the procedures and rewards for awards to be given by the Association.

“6. A Finance Committee, which shall work with the Secretary-Treasurer to review the finances of the Association and make recommendations to facilitate the efficient management of the Association’s resources.”

Article V, Section 5:

Previous Wording

“...with that chair, shall designate the remaining members.”

New Wording

“...with that chair, shall appoint the remaining members.”

Article V, Section 6:

Previous Wording

“...committee of the Association upon unanimous vote ...”

New Wording

“...committee of the Association upon majority vote ...”

Article V, Section 7:

New section added to read:

“The standing committees of the association are listed in the Standing Rules”